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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT NEW YORK

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JOHN GRENAWALT, CARLOS MIRANDA,
and JULIO ALICEA, on behalf of themselves
and all others similarly situated,

Docket No.: 11-CV-2664(ALC)

Plaintiffs,

- against -

AT&T MOBILITY LLC; ALPHA-OMEGA
PROTECTION SERVICES CORP.;
GRACE M. DEPOMPO,
GLADIUS PROTECTION, INC.; and
CENTURIA, INC.,

Defendants.

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ORDER PRELIMINARILY APPROVING CLASS ACTION SETTLEMENT

WHEREAS, the Plaintiffs and Defendant AT&T Mobility LLC (“AT&T”) have entered
into a Settlement Agreement; and

WHEREAS, the Settlement Agreement, together with supporting materials, sets forth the
terms and conditions for a proposed settlement and dismissal with prejudice of these actions
against AT&T; and

WHEREAS, the Court has before it the parties’ Motion for Preliminary Approval of
Settlement and Memorandum in Support of Motion for Preliminary Approval of Settlement,
together with the Settlement Agreement and supporting materials; and

WHEREAS, the Court is satisfied that the terms and conditions set forth in the
Settlement Agreement were the result of good faith, arm’s length settlement negotiations
between competent and experienced counsel for both Plaintiffs and AT&T,

IT IS HEREBY ORDERED AS FOLLOWS:

1. Capitalized terms used in this Order have the meanings assigned to them in the Settlement Agreement and this Order.
2. The terms of the parties' Settlement Agreement are hereby conditionally approved, subject to further consideration thereof at the Final Approval Hearing provided for below. The Court finds that said settlement is sufficiently within the range of reasonableness and that notice of the proposed settlement should be given as provided in this Order.
3. Pursuant to Fed R. Civ. P. 23 the Court conditionally certifies the following settlement class:

All persons who, at any time from April 19, 2005 until July 24, 2017, provided security services on behalf of Alpha-Omega Protection Services Corp., whether as an employee or independent contractor of Alpha-Omega, at any AT&T retail store located in the State of New York, who were either not paid overtime premium pay in connection with such services, not paid all of the wages due to them, or both, and who have been specifically identified in the Declaration of Christine Clarke, previously submitted to the Court in support of Plaintiffs' Motion for Class Certification and Summary Judgment (Docket #202). Exhibit A to the Settlement Agreement includes a list of class members.

4. The Court approves the Class Notice of Settlement attached hereto as Exhibit A. The Court also approves the Notice Program as set forth in Paragraph IV of the Settlement Agreement.

Notice to Settlement Class and Appointment of Settlement Administrator

5. Counsel for the Class ("Class Counsel") are as follows:

Jason J. Rozger, Esq.
John Beranbaum, Esq.
BERANBAUM MENKEN LLP
80 Pine Street, 33rd Floor
New York, NY 10005
Telephone (212) 509-1616
Facsimile (212) 509-8088

6. Beginning no later than ten (10) days from the date of this Order, Class Counsel shall cause to be disseminated the notices, substantially in the form attached as Exhibits A hereto, in the manner set forth in Paragraph IV of the Settlement Agreement. Such Notice Program will be completed expeditiously pursuant to the terms of the Settlement Agreement. Class members will have 60 days from the Notice Date to opt out or to file objections to the settlement. Prior to the Final Approval Hearing, Plaintiffs and/or the Claims Administrator shall serve and file a sworn statement attesting to compliance with the provisions of this paragraph.

7. The notice to be provided as set forth in the Settlement Agreement is hereby found to be the best practicable means of providing notice under the circumstances and, when completed, shall constitute due and sufficient notice of the proposed settlement and the Final Approval Hearing to all persons and entities affected by and/or entitled to participate in the settlement, in full compliance with the notice requirements of Fed R. Civ. P. 23, due process, the Constitution of the United States, the laws of New York and all other applicable laws. The Notices are accurate, objective, informative and provide Class members with all of the information necessary to make an informed decision regarding their participation in the Settlement and its fairness.

Requests for Exclusion from the Settlement Class

8. Any member of the Settlement Class that wishes to be excluded (“opt out”) from the Settlement Class must send a written Request for Exclusion to Class Counsel, so that it is received by the Settlement Administrator at the address indicated in the Notice on or before the close of the opt out period. The Request for Exclusion shall fully comply with the requirements set forth in the Settlement Agreement. Members of the Settlement Class may not exclude themselves by filing Requests for Exclusion as a group or class, but must in each instance individually and personally execute a Request for Exclusion and timely transmit it to the

Settlement Administrator.

9. Any member of the Settlement Class who does not properly and timely request exclusion from the Settlement Class shall be bound by all the terms and provisions of the Settlement Agreement, whether or not such person objected to the Settlement and whether or not such person made a claim upon, or participated in, the Settlement Fund pursuant to the Settlement Agreement.

10. Class Counsel are authorized to retain Settlement Services, Inc. PO Drawer 1657, Tallahassee, Florida 32302 as Settlement Administrator in accordance with the terms of the Settlement Agreement and this Order.

The Final Approval Hearing

11. A hearing on final settlement approval (the "Final Approval Hearing") is hereby scheduled to be held before this Court on 12-4-17 ^{at 10:00 a.m.} to consider the fairness, the reasonableness, and adequacy of the proposed settlement, the dismissal with prejudice of this class action with respect to AT&T, and the entry of final judgment in this class action. Class Counsel's application for award of attorney's fees and costs shall be heard at the time of the fairness hearing.

12. The date and time of the Fairness Hearing shall be set forth in the Notice, but the Fairness Hearing shall be subject to adjournment by the Court without further notice to the members of the Settlement Class other than that which may be posted by the Court. Class Counsel will advise members of the settlement class of any scheduling issues by way of the settlement website.

13. Any person that does not elect to be excluded from the Settlement Class may, but need not, enter an appearance through his or her own attorney. Settlement Class members who do not

enter an appearance through their own attorneys will be represented by Class Counsel.

14. Any person who does not elect to be excluded from the Settlement Class may, but need not, submit comments or objections to the proposed Settlement. Any Class member may object to the proposed Settlement, entry of Final Order and Judgment approving the settlement, and Class Counsel's application for fees and expenses by serving a written objection.

15. Any Class member making the objection (an "objector") must sign the objection personally. An objection must state why the objector objects to the proposed Settlement and provide the basis to support such position. If an objector intends to appear personally at the Fairness Hearing, the objector must include with the objection a notice of the objector's intent to appear at the hearing.

16. Objections, along with any notices of intent to appear, must be filed no later than 60 days from the Notice Date. If counsel is appearing on behalf of more than one Class Member, counsel must identify each such Class Member and each Class Member must have complied with the requirements of this Order. These documents must be filed with the Clerk of the Court at the following address:

Clerk of the Court
U.S. District Court for the Southern District of New York
500 Pearl Street
New York, NY 10007

17. Objections, along with any notices of intent to appear, must also be mailed to Class Counsel and counsel for Defendant at the address listed below:

CLASS COUNSEL

Jason J. Rozger, Esq.
BERANBAUM MENKEN LLP
80 Pine Street, 33rd Floor
New York, NY 10005
Telephone (212) 509-1616

Facsimile (212) 509-8088

DEFENSE COUNSEL

Jeric Hoffman, Esq.
Sidley Austin LLP
787 Seventh Avenue
New York, NY 10019

18. Only Class Members who have filed and served valid and timely notices of objection shall be entitled to be heard at the Fairness Hearing. Any Class Member who does not timely file and serve an objection in writing to the Settlement, entry of Final Judgment, or to Class Counsel's application for fees, costs, and expenses, in accordance with the procedure set forth in the Class Notice and mandated in this Order, shall be deemed to have waived any such objection by appeal, collateral attack, or otherwise.

19. Persons wishing to be heard at the Fairness Hearing are required to file written comments or objections and indicate in their written comments or objections their intention to appear at the Fairness Hearing. Class members need not appear at the hearing or take any other action to indicate their approval.

20. All members of the Settlement Class who do not personally and timely request to be excluded from the Settlement Class are enjoined from proceeding against the Defendants for the claims made in the Complaint.

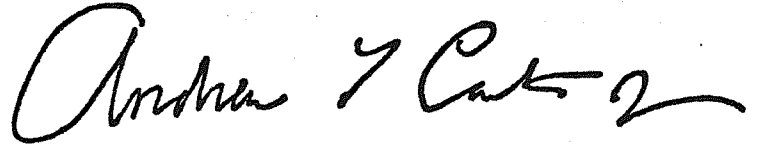
Other Provisions

21. Upon approval of the settlement provided for in this Settlement Agreement, each and every time period and provision thereof shall be deemed incorporated herein as if expressly set forth and shall have the full force and effect of an Order of this Court.

22. All reasonable costs incurred in notifying members of the Settlement Class, as well as administering the Settlement Agreement, shall be paid as set forth in the Settlement Agreement.

IT IS SO ORDERED.

Dated: 8/17/2017

A handwritten signature in black ink, reading "Andrew L. Carter". The signature is fluid and cursive, with the first name "Andrew" being the most prominent part.

Hon. Andrew L. Carter
United States District Judge